

WEIL, GOTSHAL & MANGES LLP

Richard W. Slack (*pro hac vice*)
(richard.slack@weil.com)

Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)

Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)

767 Fifth Avenue

New York, NY 10153-0119

Tel: (212) 310-8000

Fax: (212) 310-8007

KELLER BENVENUTTI KIM LLP

Jane Kim (#298192)

(jkim@kbbkllp.com)

David A. Taylor (#247433)

(dtaylor@kbbkllp.com)

Thomas B. Rupp (#278041)

(trupp@kbbkllp.com)

425 Market Street, 26th Floor

San Francisco, CA 94105

Tel: (415) 496-6723

Fax: (650) 636 9251

*Attorneys for the Debtors and Reorganized
Debtors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

LATHAM & WATKINS LLP

Joshua G. Hamilton (#199610)

(joshua.hamilton@lw.com)

Michael J. Reiss (#275021)

(michael.reiss@lw.com)

10250 Constellation Blvd., Suite 1100

Los Angeles, California 90067

Tel: 424 653 5500

LATHAM & WATKINS LLP

James E. Brandt (*pro hac vice*)

(james.brandt@lw.com)

1271 Avenue of the Americas

New York, NY 10020

Tel: 212 906 1200

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS
IN SUPPORT OF REORGANIZED
DEBTORS' THIRTY-THIRD SECURITIES
OMNIBUS CLAIMS OBJECTION TO PERA
AND SECURITIES ACT PLAINTIFFS'
TAC, INCLUDING TO CERTAIN
CLAIMANTS THAT ADOPTED THE TAC**

1 I, Robb McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information and belief:

4 1. I am a Partner and Managing Director at the firm of AlixPartners, LLP
5 (“**AlixPartners**”), which is an affiliate of both AlixPartners, LLC and AP Services, LLC (“**APS**”).
6 APS was previously retained to provide interim management services to PG&E Corporation and
7 Pacific Gas and Electric Company, as debtors and reorganized debtors (collectively, “**PG&E**,” the
8 “**Debtors**,” and as reorganized pursuant to the Plan, the “**Reorganized Debtors**”) in the above-
9 captioned chapter 11 cases (the “**Chapter 11 Cases**”). I submit this Declaration in support of the
10 *Reorganized Debtors’ Thirty-Third Securities Omnibus Claims Objection To PERA and Securities*
11 *Act Plaintiffs’ TAC, Including To Certain Claimants That Adopted The TAC* (the “**Omnibus**
12 **Objection**”), filed contemporaneously herewith.¹

13 2. In my current position, I am responsible for overseeing the bankruptcy case
14 management component of AlixPartners’ assignment to assist the Reorganized Debtors with
15 various matters related to these Chapter 11 Cases. My areas of responsibility include (a) the effort
16 by AlixPartners, in coordination with the Reorganized Debtors, to review and assess the validity
17 of all claims asserted against the Debtors, other than Fire Claims and Subrogation Wildfire Claims,
18 and (b) providing support with respect to Securities Claims. I am generally familiar with the
19 Reorganized Debtors’ day-to-day operations, financing arrangements, business affairs, and books
20 and records. Except as otherwise indicated herein, all facts set forth in this Declaration are based
21 upon my personal knowledge, the knowledge of other AlixPartners professionals working under
22 and alongside me on this matter, my discussions with the Reorganized Debtors’ personnel and the
23 Reorganized Debtors’ various advisors and counsel, and my review of relevant documents and
24 information. If called upon to testify, I would testify competently to the facts set forth in this
25 Declaration. I am authorized to submit this Declaration on behalf of the Reorganized Debtors.

26
27
28 ¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms
in the Omnibus Objection.

1 3. The AlixPartners team under my supervision has been actively and intimately
2 involved in the claims review and reconciliation process. AlixPartners initially assisted the Debtors
3 in the preparation of their bankruptcy schedules based on the Debtors' books and records.
4 AlixPartners is now supporting, and will continue to support, the efforts of the Reorganized
5 Debtors and their counsel to resolve disputed claims, including by formal objections as necessary.

6 4. As part of the claims review and reconciliation process, the AlixPartners team,
7 working with the Reorganized Debtors' personnel and other professionals, identified a number of
8 proofs of claim asserting Securities Claims against the Reorganized Debtors which adopt
9 allegations set forth in the Third Amended Complaint filed in the case of *In re PG&E Corp.*
10 *Securities Litigation*, Civil Action No. 5:18-cv-03509-EJD (N.D. Cal.). In addition, the
11 AlixPartners team coordinated with Kroll Restructuring Administration LLC and identified certain
12 of those claimants that held one or more Utility Senior Notes (as defined in Section 1.246 of the
13 Plan) at the time of both the Petition Date and the Effective Date. The identification of these
14 claimants is discussed at greater length in the Ferrante Declaration filed herewith.

15 5. The Omnibus Objection is directed to the claims identified in **Exhibit A** attached
16 to the Omnibus Objection, in the column headed "Claims to Be Disallowed and Expunged."
17 **Exhibit A** to the Omnibus Objection was prepared by the AlixPartners team under my overall
18 supervision, and I am familiar with the document, its contents, and the process under which it was
19 prepared.

20 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true
21 and correct to the best of my knowledge, information, and belief.

22
23 Executed December 13, 2023 in Dallas, Texas.

24
25 /s/ Robb McWilliams
26 Robb McWilliams
27 Partner and Managing Director
28